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UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

In re: CATHODE RAY TUBE (CRT) ANTITRUST
LITIGATION

Case No. 07-cv-05944 (SC)

MDL No. 1917

This Document Relates To:

Sharp Electronics Corp., et al. v. Hitachi Ltd., et al.,
Case No. C 13-1173 (SC)

**DECLARATION OF CRAIG A.
BENSON IN SUPPORT OF
PLAINTIFFS' ADMINISTRATIVE
MOTION TO SEAL PORTIONS OF
ATTACHMENTS TO SHARP'S
MOTION FOR LEAVE TO AMEND
(CIVIL LOCAL RULE 79-5(d))**

1 I, Craig A. Benson, hereby declare as follows:

2 1. I am an active member in good standing of the bars of the State of Maryland, the
3 State of New York, and the District of Columbia and on March 20, 2013 was granted leave to
4 appear *pro hac vice*. (Dkt. No. 12.) I am associated with the firm of Paul, Weiss, Rifkind,
5 Wharton & Garrison LLP, counsel to Plaintiffs Sharp Electronics Corporation and Sharp
6 Electronics Manufacturing Company of America, Inc. (collectively, “Sharp”). I submit this
7 Declaration in support of Sharp’s Administrative Motion to Seal Portions Plaintiffs’ Motion for
8 Leave to Amend the First Amended Complaint and Supporting Materials (the “Motion”).

9 2. On June 18, 2008, the Court approved a “Stipulated Protective Order” in this
10 matter (Dkt. No. 306) (the “Protective Order”).

11 3. Pursuant to the Protective Order and Local Civil Rules 7-11 and 79-5(d), Sharp
12 seeks to seal the following documents: (a) the highlighted portions of Sharp’s Motion for Leave
13 to Amend; (b) paragraphs 2 and 3 to the Benson Declaration in Support of Sharp’s Motion for
14 Leave to Amend (“Benson Amendment Declaration”); and (c) portions of paragraphs 194-197,
15 237, 238, and 257 of Sharp’s proposed Second Amended Complaint and redlined version of
16 Sharp’s Second Amended Complaint, filed as Attachments A and B to Sharp’s Motion for Leave
17 to Amend, respectively.

18 4. The highlighted portions of Sharp’s Motion for Leave to Amend, as well as
19 paragraphs 2 and 3 to the Benson Amendment Declaration, contain confidential, nonpublic, and
20 highly sensitive business information that is taken directly from material designated by Sharp as
21 “Confidential” or “Highly Confidential” in this matter pursuant to the Protective Order
22 applicable in this action. Portions of the Motion for Leave to Amend, as well as paragraphs 2
23 and 3 to the Benson Amendment Declaration, are properly sealable pursuant to the Protective
24 Order because they reference confidential and nonpublic information concerning Sharp’s
25 business practices, including its purchasing practices, as well as financial information regarding
26 Sharp’s CRT purchases.

27 5. I am informed and believe that public disclosure of the information in the Motion
28 for Leave to Amend and the Benson Amendment Declaration presents a risk of undermining

1 Sharp's business relationships, causing Sharp harm with respect to its competitors and
2 customers, and/or competitively disadvantaging Sharp. For these reasons, pursuant to Civil
3 Local Rules 7-11 and 79-5(d) and the Protective Order, the confidential information in Sharp's
4 Motion for Leave to Amend and the Benson Amendment Declaration should be maintained
5 under seal.

6 6. Portions of Attachments A and B, Sharp's proposed Second Amended Complaint,
7 contain references to or analysis of information that has been designated by a Defendant or
8 Defendants in this matter as "Confidential" or "Highly Confidential." pursuant to the Protective
9 Order applicable in this action. Specifically, portions of paragraphs 194-197, 237, 238, and 257
10 of Sharp's FAC contain such confidential material. This Court has previously granted Sharp's
11 motion to seal this information. *See* Dkt. No. 2211.

12 7. Sharp seeks to submit the material referenced in Attachments A and B under seal
13 in good faith in order to comply with the Protective Order in this action and the applicable Local
14 Rules. Because the information in Attachments A and B that Sharp seeks to submit under seal
15 has been designated as Confidential or Highly Confidential by another party, Sharp is filing the
16 accompanying Motion, and will be prepared to file an unredacted Second Amended Complaint in
17 the public record "[i]f the Designating Party does not file a responsive declaration as required by
18 subsection 79-5(e)(1) and the Administrative Motion to File Under Seal is denied." Civ. L.R. 79-
19 5(e)(2).

20
21 I declare under penalty of perjury, under the laws of the United States of America, that
22 the foregoing is true and correct.

23 Executed this 2nd day of April, 2014 in Washington, DC.

24 /s/ Craig A. Benson

25 Craig A. Benson
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